

**UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF NEW YORK**

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SECURITIES AND EXCHANGE  
COMMISSION,

Civil Case No. 12-CV-1065 (ADS)(AKT)

Plaintiff,

v.

BRIAN RAYMOND CALLAHAN,  
ADAM MANSON, DISTINCTIVE  
INVESTMENTS LLC, and DISTINCTIVE  
VENTURES LLC,

Assigned to:  
Hon. Arthur D. Spatt (D.J)  
Hon. A. Kathleen Tomlinson (M.J.)

Defendants.

SHERI MANSON CALLAHAN,

Relief Defendant.

-----x  
**ORDER APPROVING THE FEES AND EXPENSES  
OF THE RECEIVER'S COUNSEL  
FOR 2014 SECOND QUARTER**

After reviewing the Motion for Approval of the Fees and Expenses of the Receiver's Counsel for 2014 Second Quarter [ECF Docs. 251 & 252], which is represented to conform with the Billing Instructions for Receivers in Civil Actions commenced by the U.S. Security and Exchange Commission, and in light of the nature and scope of the work reflected in the Receiver's Report for the 2014 Second Quarter covering the period from April 1, 2014 to June 30, 2014 [ECF Doc. 240], the Court approves the Motion subject to the 20% hold-back pursuant to this Court's Preliminary Injunction Freezing Assets and Granting Other Relief Order dated March 27, 2012 [ECF Doc. 22].

Accordingly, the Receivership Estate is authorized to pay the Receiver's Counsel, Gottesman, Wolgel, Flynn, Weinberg & Lee, P.C. an allowance of \$64,046.00 for legal services

rendered during the 2014 Second Quarter covering the period of April 1, 2014 to June 30, 2014, and a reimbursement of expenses and disbursements of \$1,569.25 for a total sum of \$66,615.25 (which are the fees and expenses less the 20% hold-back of \$16,403.89).

Dated: Central Islip, New York  
\_\_\_\_\_, 2014

SO ORDERED:

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THE HONORABLE ARTHUR D. SPATT  
UNITED STATES DISTRICT JUDGE

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,  
- against -

BRIAN RAYMOND CALLAHAN, ET AL.,

Defendants.

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ORIGINAL

**ORDER APPROVING THE FEES AND EXPENSES  
OF THE RECEIVER'S COUNSEL FOR THE 2014 SECOND QUARTER**

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GOTTESMAN, WOLGEL, MALAMY, FLYNN & WEINBERG, P.C.  
A Professional Corporation Incorporated in the State of New York

Attorneys for  
**RECEIVER**

11 HANOVER SQUARE  
NEW YORK, N.Y. 10005  
TEL. NO. (212) 495-0100  
FAX NO. (212) 480-9797

*Pursuant to 22 NYCRR 130-1.1-a, the undersigned, an attorney admitted to practice in the courts of New York State, certifies that, upon information and belief and reasonable inquiry, (1) the contentions contained in the annexed document are not frivolous and that (2) if the annexed document is an initiating pleading, (i) the matter was not obtained through illegal conduct, or that if it was, the attorney or other persons responsible for the illegal conduct are not participating in the matter or sharing in any fee earned therefrom and that (ii) if the matter involves potential claims for personal injury or wrongful death, the matter was not obtained in violation of 22 NYCRR 1200.41-a.*

Dated: ..... Signature .....

Print Signer's Name.....

Service of a copy of the within is hereby admitted.

Dated:

..... Attorney(s) for

**PLEASE TAKE NOTICE**

Check Applicable Box

NOTICE OF ENTRY that the within is a (certified) true copy of a  
entered in the office of the clerk of the within-named Court on 20

NOTICE OF SETTLEMENT that an Order of which the within is a true copy will be presented for settlement to the  
Hon. , one of the judges of the within-named Court,  
at  
on 20 at M.

Dated:

GOTTESMAN, WOLGEL, MALAMY, FLYNN & WEINBERG, P.C.  
A Professional Corporation Incorporated in the State of New York

Attorneys for

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